

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY

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ASTRAZENECA AB,
AKTIEBOLAGET HÄSSLE and
ASTRAZENECA LP,
KBI INC. and KBI-E INC.,

Plaintiffs,

v.

TORRENT PHARMACEUTICALS
LIMITED and TORRENT PHARMA INC.,

Defendants.
-----X

Civil Action No. 3:12-cv-00506

Hon. Joel A. Pisano, U.S.D.J.
Hon. Tonianne J. Bongiovanni,
U.S.M.J.

CONSENT JUDGMENT

AstraZeneca AB, Aktiebolaget Hässle, AstraZeneca LP (hereinafter collectively "AstraZeneca") and KBI Inc. and KBI-E Inc. (hereinafter collectively "KBI"), all Plaintiffs in Civil Action No. 3:12-cv-00506, and Torrent Pharmaceuticals Limited and Torrent Pharma Inc. (hereinafter collectively "Torrent"), all Defendants in Civil Action No. 3:12-cv-00506, have agreed to terms and conditions representing a negotiated settlement of these actions and have set forth those terms and conditions in a Settlement Agreement (the "Settlement Agreement"). Now the parties, by their respective undersigned attorneys, hereby stipulate and consent to entry of judgment and an injunction in this action as follows:

IT IS this 17th day of May, 2012

ORDERED, ADJUDGED AND DECREED as follows:

1. This Court has jurisdiction over the subject matter of the above action and has personal jurisdiction over the parties for purposes of this Action.

2. As used in this Consent Judgment, (i) the term “Torrent Product” shall mean a drug product sold, offered for sale or distributed pursuant to Abbreviated New Drug Application No. 203636; and (ii) the term “Torrent Affiliate” shall mean any entity or person that, directly or indirectly through one or more intermediaries, controls, is controlled by, or is under common control with Torrent; for purposes of this definition, “control” (a) means ownership, directly or through one or more intermediaries, of (1) more than fifty percent (50%) of the shares of stock entitled to vote for the election of directors, in the case of a corporation, or (2) more than fifty percent (50%) of the equity interests in the case of any other type of legal entity or status as a general partner in any partnership, or (b) any other arrangement whereby an entity or person has the right to elect a majority of the Board of Directors or equivalent governing body of a corporation or other entity or the right to direct the management and policies of a corporation or other entity.

3. Torrent, including any Torrent Affiliate, successors and assigns, shall not engage in making, having made, using, selling, offering to sell, importing or distributing in or into the United States of the Torrent Product before May 27, 2014 unless otherwise specifically authorized or permitted pursuant to the Settlement Agreement.

4. Compliance with this Consent Judgment may be enforced by AstraZeneca, Merck and KBI and their successors in interest, or assigns, as permitted by the terms of the Settlement Agreement.

5. This Court retains jurisdiction to enforce or supervise performance under this Consent Judgment and the Settlement Agreement.

6. All claims, counterclaims, affirmative defenses and demands in this Action are hereby dismissed without prejudice and without costs, disbursements or attorneys' fees to any party.


Joel A. Pisano, U.S.D.J.

We hereby consent to the form and entry of this Order.

Dated: May 15, 2012

s/John E. Flaherty

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Dated: May 16, 2012

s/ Kit Applegate

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